



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 6
1445 ROSS AVENUE, SUITE 1200
DALLAS TX 75202-2733

JUL 30 2010

CERCLA 104(e) INFORMATION REQUEST
URGENT LEGAL MATTER: PROMPT REPLY REQUESTED
VIA FEDERAL EXPRESS

Parker Lafarge Inc.
C/O CEMEX Construction Materials Pacific, LLC
920 Memorial City Way, Suite 100
Houston, TX 77024

Re San Jacinto River Waste Pits Superfund Site, Channelview, TX
SSID No. 06ZQ. EPA ID No. TXN000606611

Dear Sir:

The U.S. Environmental Protection Agency (EPA) seeks cooperation from the CEMEX Construction Materials Pacific, LLC (CCMP), a Delaware Limited Liability Company, with last known Texas address at 920 Memorial City Way, Suite 100, Houston, Texas, in providing information and documents relating to the San Jacinto River Waste Pits Superfund Site (Site). Obtained information will aid EPA in its investigation of the release or threat of release of certain hazardous substances, pollutants or contaminants at this Site. CCMP's response will also help EPA develop a better understanding of activities that occurred at the Site (see Enclosure 2).

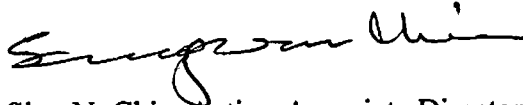
This information request is not a determination that your company is responsible or potentially responsible for contamination that occurred at the Site. The EPA is sending this letter as part of its investigation of the Site and does not expect your company to pay for or perform any site-related activities at this time. If EPA determines that your company is responsible or potentially responsible for response activities at the Site, your company will receive a separate letter clearly stating such a determination as well as the basis the EPA has for the determination.

The Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA) Section 104(e), 42 U.S.C. § 9604(e), gives EPA the authority to require CCMP respond to this information request (see Enclosure 1). We encourage your company to give this matter its full attention, and *we respectfully request CCMP respond to this request for information within thirty (30) days of its receipt of this letter.* You may designate another official of CCMP with the requisite authority to respond on behalf of the company. However, failure to respond to this information request may result in EPA seeking penalties of up to \$37,500 per day of violation. In addition, furnishing false, fictitious or fraudulent statements or representations is subject to criminal penalty under 18 U.S.C. § 1001.

Please provide a written response to Mr. Robert Werner, Enforcement Officer, at the address included in the Information Request. Please refer to Enclosures 2 and 3, which include important instructions and definitions, as well as the questions for response, in the preparation of your reply to this Information Request.

If you have any questions regarding this letter, contact Mr. Werner at (214) 665-6724. For legal questions concerning this letter, please have your legal counsel contact Ms. Barbara Nann, Attorney, at (214) 665-2157. Thank you for your attention to this matter.

Sincerely yours,



Sing N. Chia, Acting Associate Director
Technical and Enforcement Branch
Superfund Division

Enclosures

ENCLOSURE 1

SAN JACINTO RIVER WASTE PITS SUPERFUND SITE

INFORMATION REQUEST

RESPONSE TO INFORMATION REQUEST

Under the Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA), commonly known as the federal "Superfund" law, the U.S. Environmental Protection Agency (EPA) responds to the release or threat of release of hazardous substances, pollutants or contaminants into the environment to stop additional contamination and to clean-up or otherwise address any prior contamination.

EPA is requesting information under CERCLA Section 104(e). Section 104(e) may be found in the United States Code (U.S.C.) at Title 42 Section (section is denoted by the symbol "§") 9604(e). 42 U.S.C. §9604(e).

Pursuant to the authority of CERCLA §104(e), you are hereby requested to respond to the enclosed information request. If you have any questions concerning the Site's history or this information request letter, please contact Mr. Robert Werner, the designated Enforcement Officer for the Site, at phone number (214) 665-6724, fax number (214) 665-6660 or via email at werner.robert@epa.gov. Please mail your response within 30 calendar days of your receipt of this request to the following address:

Mr. Robert Werner, Enforcement Officer
Superfund Enforcement Assessment Section (6SF-TE)
U.S. EPA, Region 6
1445 Ross Avenue
Dallas, TX 75202-2733

If you or your attorney has legal questions that pertain to this information letter request, please contact Ms. Barbara Nann at phone number (214) 665-2157, fax number (214) 665-2182 or via email at nann.barbara@epa.gov. For contact via mail, use the following address:

Ms. Barbara Nann, Attorney
Office of Regional Counsel (6RC-S)
U.S. EPA Region 6
1445 Ross Avenue
Dallas, Texas 75202-2733

ENCLOSURE 2

SAN JACINTO RIVER WASTE PITS SUPERFUND SITE

INFORMATION REQUEST

BACKGROUND INFORMATION

The Site is located east of the City of Houston in Harris County in the State of Texas in the area where the Interstate Highway 10 Bridge (I-10) crosses over the San Jacinto River (see Enclosure 5). The Site's known land area is a 20-acre tract of land (Tract). This Tract is adjacent to the north side of I-10 and the west side of the San Jacinto River. This Tract is located in an unincorporated area known as Channelview. The area of the San Jacinto River that is within the Site's boundaries is north, east and south of the Tract. This area of the San Jacinto River is located between the two unincorporated areas known as Channelview and as Highlands. The Site itself has no specific street address.

Soil samples taken from the Tract and from river sediments in areas of the San Jacinto Rivers that are north, east, and south of the Tract have confirmed the presence of certain hazardous materials, including dioxin. River sediment in this area is suspected to be contaminated with certain hazardous materials, including dioxin, which might have migrated from the Tract. The EPA has evidence that indicates dioxin had been transported to the Tract in waste paper mill sludge that had been released onto the Tract during the 1960's.

Virgil C. McGinnes, Trustee is the Tract's current owner of record. Virgil C. McGinnes is deceased. Three exposed abandoned waste disposal pits are located on this abandoned Tract. The three abandoned waste pits cover an area that approximates 3.5 acres of the abandoned Tract's 20-acre area. Part of the abandoned Tract, including the abandoned disposal pits, is now below the adjacent San Jacinto River's water surface.

Samples collected in the area of the abandoned waste pits and in river sediments in the areas that are north, east, and south of these pits have dioxin concentrations as high as 41,300 parts per trillion. Sediments contaminated with high levels of dioxin have been found in the San Jacinto River for a distance of at least one-half mile downstream from the disposal pits.

On September 19, 2007, (72 FR 53509) the Site was proposed for listing on the National Priorities List (NPL). On March 19, 2008, (73 FR 14179) the final listing of the Site onto the NPL occurred.

ENCLOSURE 3

SAN JACINTO RIVER WASTE PITS SUPERFUND SITE

INFORMATION REQUEST

INSTRUCTIONS and DEFINITIONS

INSTRUCTIONS

1. Please provide a separate narrative response for each and every Question and subpart of a Question set forth in this Information Request.
2. Precede each answer with the Question (or subpart) and the number of the Question (and the letter of a subpart of a Question, if applicable) to which it corresponds.
3. If information or documents not known or not available to you as of the date of submission of a response to this Information Request should later become known or available to you, ***you must supplement*** your response to the U.S. Environmental Protection Agency (EPA). Moreover, should you find, at any time, after submission of your response, that any portion of the submitted information is false or misrepresents the truth, or, though correct when made, is no longer true, you must notify EPA of this fact as soon as possible and provide EPA with a corrected response.
4. For each document produced in response to this Information Request, indicate on the document, or in some other reasonable manner, the number of the Question (and the letter of a subpart of a Question, if applicable) to which it responds.
5. You may assert a business confidentiality claim covering part or all of the information which you submit in response to this request. Any such claim must be made by placing on (or attaching to) the information, at the time it is submitted to EPA, a cover sheet or a stamped or typed legend or other suitable form of notice employing language such as "trade secret," "proprietary," or "company confidential." Confidential portions of otherwise non-confidential documents should be clearly identified and may be submitted separately to facilitate identification and handling by EPA. If you make such a claim, the information covered by that claim will be disclosed by EPA only to the extent, and by means of the procedures, set forth in subpart B of 40 CFR Part 2. If no such claim accompanies the information when it is received by EPA, it may be made available to the public by EPA without further notice to you. The requirements of 40 CFR Part 2 regarding business confidentiality claims were published in the Federal Register on September 1, 1976, and were amended September 8, 1976, and December 18, 1985.
6. Personal Privacy Information. Personnel and medical files, and similar files the disclosure of which to the general public may constitute an invasion of privacy should be segregated from your responses, included on separate sheet(s), and marked as "Personal Privacy Information."
7. Objections to questions. If you have objections to some or all the questions within the Information Request Letter, you are still required to respond to each of the questions.

DEFINITIONS

The following definitions shall apply to the following words as they appear in this enclosure:

1. The terms "and" and "or" shall be construed either disjunctively or conjunctively as necessary to bring within the scope of this Information Request any information which might otherwise be construed to be outside its scope.
2. The term "any", as in "any documents" for example, shall mean "any and all."
3. The term "arrangement" means every separate contract or other agreement between two or more persons.
4. The terms "document(s)" and "documentation" shall mean any object that records, stores, or presents information, and includes writings of any kind, formal or informal, whether or not wholly or partially in handwriting, including by way of illustration and not by way of limitation, any invoice, manifest, bill of lading, receipt, endorsement, check, bank draft, canceled check, deposit slip, withdrawal slip, order, correspondence, record book, minutes, memorandum of telephone and other conversations including meetings, agreements and the like, diary, calendar, desk pad, scrapbook, notebook, bulletin, circular, form, pamphlet, statement, journal, postcard, letter, telegram, telex, telecopy, telefax, report, notice, message, analysis, comparison, graph, chart, map, interoffice or intra office communications, photostat or other copy of any documents, microfilm or other film record, any photograph, sound recording on any type of device, any punch card, disc pack; any tape or other type of memory generally associated with computers and data processing (together with the programming instructions and other written material necessary to use such punch card, disc, or disc pack, tape or other type of memory and together with the printouts of such punch card, disc, or disc pack, tape or other type of memory); and (a) every copy of each document which is not an exact duplicate of a document which is produced, (b) every copy which has any writing, figure or notation, annotation or the like on it, (c) drafts, (d) attachments to or enclosures with any document and (e) every document referred to in any other document.
5. The term "identify" means, with respect to a natural person, to set forth the person's name, present or last known business and personal addresses, email address(es), and telephone numbers, and present or last known job title, position or business. Also provide e-mail addresses.
6. The term "identify" means, with respect to a corporation, partnership, business trust or other association or business entity (including, but not limited to, a sole proprietorship), to set forth its full name, address, and legal form (e.g. corporation [including state of incorporation], partnership, etc.), organization, if any, a brief description of its business, and to indicate whether or not it is still in existence and, if it is no longer in existence, to explain how its existence was terminated and to indicate the date on which it ceased to exist. Also provide e-mail addresses.

7. The term "identify" means, with respect to a document, to provide the type of document, to provide its customary business description, its date, its number, if any (invoice or purchase order number), subject matter, the identity of the author, addressor, addressee and/or recipient, and the present location of such document.
8. The term "person" shall have the same definition as in Subsection 101 (21) of CERCLA, 42 U.S.C. § 9601 (21).
9. The term "Site" shall mean and include the San Jacinto River Waste Pits Superfund Site located east of the City of Houston in Harris County in the State of Texas in the area where the Interstate Highway 10 Bridge (I-10) crosses over the San Jacinto River, both before and after EPA response action under CERCLA.
10. The term "you" or "Respondent" shall mean the addressee of this Request, the addressee's officers, managers, employees, contractors, trustees, partners, successors and agents.
11. Words in the masculine shall be construed in the feminine, and vice versa, and words in the singular shall be construed in the plural, and vice versa, where appropriate in the context of a particular question or questions as necessary to bring within the scope of this Information Request any information which might otherwise be construed to be outside its scope.
12. All terms not defined herein shall have their ordinary meaning, unless such terms are defined in CERCLA, RCRA, 40 CFR Part 300 or 40 CFR Parts 260-280, in which case the statutory or regulatory definitions shall apply.

ENCLOSURE 4

SAN JACINTO RIVER WASTE PITS SUPERFUND SITE

INFORMATION REQUEST

QUESTIONS

1. Identify the person(s) that provides answers to the questions below on behalf of CEMEX Construction Materials Pacific, LLC (CCMP).
2. Please identify the organizational relationship between Parker Lafarge Inc., a Texas corporation (PLI) and CEMEX Construction Materials Pacific, LLC, a Delaware limited liability company? (See Enclosure 6, Entity History)
3. Has PLI ever participated in any planning for dredging activities in the area of the San Jacinto River, along its south bank on the north side of the I-10 Bridge in Harris County, Texas? (see Enclosure 5, Aerial photo)
4. Has PLI ever participated in any dredging activities in the area of the San Jacinto River, along its south bank on the north side of the I-10 Bridge in Harris County, Texas (see Enclosure 5, Aerial photo)?
5. If your answer to either question #3 or #4 is yes:
 - A. Please provide copies of all documents in your possession that describe or contain any information that pertains to PLI's participation in planning and/or dredging operations in the above described area of the San Jacinto River.
 - B. Please describe the dredging activities that PLI participated in planning for and/or was involved with sand dredging operations conducted in the above described area of the San Jacinto River. Your answer should include, but not be limited to:
 - 1) The period that actual dredging activities occurred.
 - 2) The name of any third party that directed or in any way controlled PLI's involvement with dredging operations in the above described area of the San Jacinto River.
 - 3) The location placement of any waste dredging material, i.e., disposition of "overburden" that resulted from sand dredging activities in the above described area of the San Jacinto River.
6. If your answer to the above questions # 3 and #4 is no, please explain why a Letter, dated November 20, 1998, from Houston International Terminal to Department of the Army (see Exhibit 5) identifies that, "The original permit was issued after much discussion

during conferences and meeting with Parker Brothers. As you know Parker merged to form Parker LaFarge which set back our operations by at least a year. Only one (1) barge load was removed by Parker LaFarge.”

7. If your answer to the above questions # 3 and #4 is no, please explain why a Letter, dated November 20, 1998, from Houston International Terminal to Department of the Army (see Exhibit 5) identifies that, “The original permit was issued after much discussion during conferences and meeting with Parker Brothers. As you know Parker merged to form Parker LaFarge which set back our operations by at least a year. Only one (1) barge load was removed by Parker LaFarge.”
8. Please identify the names of all dredging companies that you have reason to believe have, at any time, participated in the planning of, and/or participated in, dredging operations in the above described area of the San Jacinto River.
9. Please describe the business purposes, the business differences, and the business relationships between the following entities:
 - A. CEMEX Construction Materials Pacific, LLC, a Delaware limited liability company, current address and phone number being 920 Memorial City Way, Suite 100, Houston, Texas, phone # unknown, and
 - B. CEMEX Construction Materials South, LLC, a Delaware limited liability company, current address and phone number being 920 Memorial City Way, Suite 100, Houston, Texas, phone number 713 650-6200, and
 - C. CEMEX, INC., a Louisiana corporation, current address and phone number being 920 Memorial City Way, Suite 100, Houston, TX, 77024, phone number 713-650-6200,
 - D. CEMEX CEMENT, INC., a Delaware corporation, current address and phone number being 920 Memorial City Way, Suite 100, Houston, TX, 77024, phone number 713-650-6200, previously 840 Gessner Road, Houston, TX, and
 - C. CEMEX Construction Materials, L.P, a Texas limited partnership, last known address and phone number being 840 Gessner Road, Houston, TX, phone number 713-650-6200.

ENCLOSURE 5

SAN JACINTO RIVER WASTE PITS SUPERFUND SITE

INFORMATION REQUEST

SUPPORTING DOCUMENTS (SITE INFORMATION)

1. Aerial photo - Preliminary Perimeter of San Jacinto Waste Pits, Harris County TX.
2. Houston International Terminals Drawing, Perimeter of Dredging Area, # 19284.
3. Letter, dated March 1, 1991, from Port of Houston Authority to the U.S. Army Corps of Engineers, concerning Permit Application 19284.
4. Letter, dated September 2, 1993, from Parker Lafarge Inc. to U.S. Army Corps of Engineers, concerning Permit No. 19284.
5. Letter, dated November 20, 1998, from Houston International Terminal to Department of the Army, Corps of Engineers, concerning Permit No. 19284(02).

Preliminary Perimeter San Jacinto Waste Pits Harris County, TX

Legend

- Sampling Site w/ TEQ*
Concentration (ng/kg-dw)
- Northern Impoundment
Perimeter
- Preliminary Perimeter
- McGinnis Parcel

*2,3,7,8-TCDD Equivalents (TEQs) in
Surface Sediments
(pg/g dw, ND=1/2DL, WHO 05)

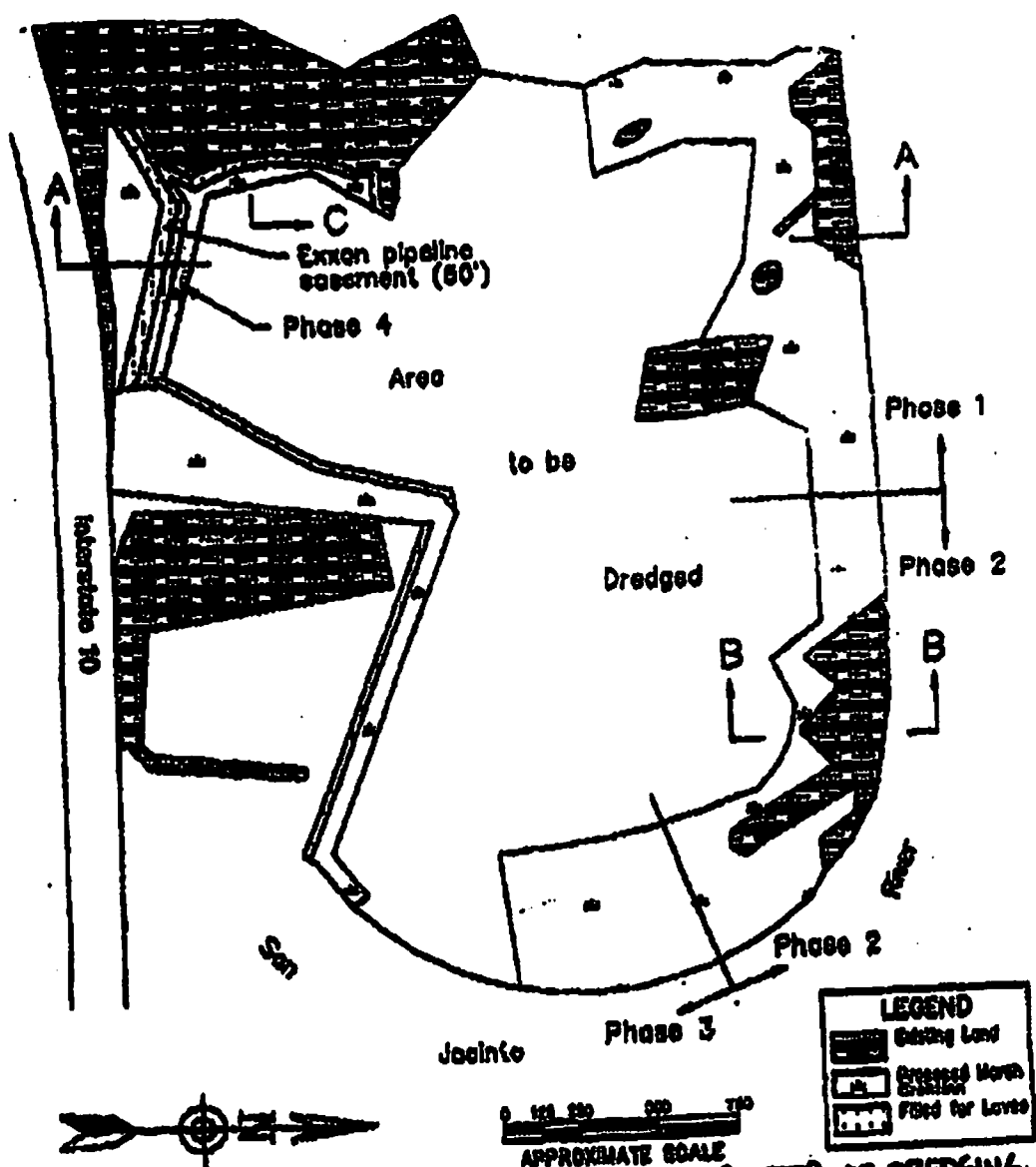
The displayed TEQ Concentrations
are the highest values for each
sampling location. All concentrations
are from sediment sampling.



Sources:
Aerial Photo: Digital Globe, 12/01/2007.
McGinnis Parcel: Harris County Appraisal
District, 2008.
Sampling sites and concentrations: TCEQ,
the University of Houston, TxDOT, and Integral
Consulting.
Preliminary Perimeter: EPA Region 6 GIS (from
discussions between EPA Region 6 and TCEQ).
Northern Impoundment: EPA Region 6 GIS.

EPA makes no claims as to the accuracy of the data
or its suitability for any particular use.
Map created: June 17, 2010





- NOTES:**
- ① ALL SLOPES AROUND PERIMETER OF DREDGING Plan view of proposed mitigation WILL BE 3:1
 - ② ALL PLANTED AREAS WILL BE PROTECTED BY "CAGING" OR FENCING.

19284
HOUSTON
INTERNATIONAL TERMINALS
PG. 2 OF 6

U.S. MAR 1991

PORT OF HOUSTON AUTHORITY

EXECUTIVE OFFICE: 1119 CAPITOL AVENUE
HOUSTON, TEXAS 77257-1100
TELEPHONE: (713) 226-3100
TELEX: 910-001-1707

P.O. BOX 1562

HOUSTON, TEXAS 77257-1562



F. WILLIAM COLEMAN
Director of Economic Development
(713) 226-3107

March 1, 1991

U. S. Army Corps of Engineers
District Engineer
P. O. Box 1229
Galveston, TX 77558-1229
Attn: Mr. Ron Stouffer

Subject: Permit Application 19284

Dear Mr. Stouffer:

The Port of Houston Authority hereby registers its objection to the above referenced Permit Application. The basis for concern is:

1. The area in question (or portions thereof) belong to the State of Texas or to the Port Authority by virtue of Senate Bill 222, Chapter 292, Acts of the 1927 Legislature.
2. The area in question contains sites of ongoing efforts by the Galveston Bay Foundation, Salt Water Angler's League of Texas, Trinity Bay, Inc., the U.S. Soil Conservation Service and Harris County Extension Service, in conjunction with the Port Authority, to re-establish brackish marsh habitat, beginning with the transplanting of smooth cordgrass (*Spartina alterniflora*) in the area. The thousands of hours of volunteer labor and thousands of dollars invested by the Port Authority and others in this on-going effort to replace valuable habitat would be wasted. (Map attached). Similar improvements are planned in this area during 1991.
3. To allow this activity to occur would permanently remove both existing shallow water habitat and the opportunity to develop marsh habitat - both of which are disappearing from the Bay at a greater rate than they are being replaced.

SEP 03 1993



September 2, 1993

Ms. Jane M. Boslet, Biologist
U. S. Army Corps of Engineers
Galveston District
Regulatory Branch, Evaluation Sec.
P. O. Box 1229
Galveston, TX 77553-1229

Re: Permit No. 19284

Dear Ms. Boslet:

As described to you at the Inter-agency Meeting on July 21, 1993, we have entered into an agreement with Captain Jack Roberts, Houston International Terminal, to dredge sand for commercial purposes under the referenced Permit.

As described during that meeting, we will be proposing an amendment in the mitigation plan which will allow us to construct one contiguous wet land area which would ultimately be more beneficial as a habitat.

However, prior to submitting our formalized mitigation plan amendment, we will conduct a pilot dredging operation to determine that there is sufficient sand to be commercially feasible, and that it can be economically recovered. This pilot operation is allowed under the referenced Permit.

We will be moving the Dredge Echo II into the area on September 3, 1993, and plan to begin exploratory dredging by September 9, 1993. It is expected that these exploratory operations will take approximately 30 days.

After evaluation of our pilot dredging test data, we will formalize our amendment to the mitigation plan and submit it to your office for approval.

During the Inter-agency Meeting, you provided us with a list of information you would like to have included in the amendment. It would be much appreciated if you could request the other interested agencies to indicate the information they would like to have in the amendment so that we can address the entire matter at one time.

NOV 30 1998



November 20, 1998

18001 - 1-10
CHANNELVIEW TEXAS
REPLY TO
2918 GREEN LEE DRIVE
PEARLAND, TEXAS 77561
143-425-2464
- 51

Department of the Army
Galveston District
Corps of Engineers
P.O. Box 1229
Galveston, Texas 77553-1229

Attention: Mr. John Davidson

Re: Permit No. 19284(02)

Dear Sir:

This letter will confirm my past telephone conversations and your personal conversations with Mr. D. Moore of Mega Sand at Houston International Terminal. At this time we would like to reiterate our position which is as follows:

The original permit was issued after much discussion during conferences and meetings with Parker Brothers. As you know Parker merged to form Parker LaFarge which set back our operations by at least a year. Only one(1) barge load was removed by Parker LaFarge.

Parker LaFarge sold out and the new owners closed down the dredging operations and sold off all of their floating equipment.

All of this was done after a mitigation plan was submitted and approved. We were into 1996, and no further dredging was performed during this period.

In late 1997 we entered into a working contract with Mega Sand (Dan & Brenda Moore) who agreed to the mitigation plan. In September 1997 dredging recommenced and work on the mitigation plan started. Work progressed, but has been halted on several occasions by floods and bad weather. In the case of floods, the most recent being November 13, 14, and 15, 1998, the flood waters and currents have caused the removal of some of the material deposited in the mitigation sites.

We will keep Ms. L. Shead advised of the progress, in order that she may advise the Galveston Bay Foundation.

ENCLOSURE 6

SAN JACINTO RIVER WASTE PITS SUPERFUND SITE

INFORMATION REQUEST

SUPPORTING DOCUMENTS (FROM PARKER LAFARGE INC. TO CEMEX CONSTRUCTION MATERIALS PACIFIC, LLC)

1. Filed May 31, 1990, with the Texas Secretary of State. Name of Parker Materials Inc., a Texas corporation, changed to Parker LaFarge Inc.
2. Filed September 12, 1994, with the Texas Secretary of State. Name of Parker LaFarge Inc. changed to Sunbelt Asphalt & Materials Inc.
3. Filed December 29, 1999, with the Texas Secretary of State. Sunstar Acquisitions, Inc, a Delaware corporation, merged into Sunbelt Asphalt & Materials Inc., a Texas corporation. Surviving entity named Cemex USA Construction Materials, Inc.
4. Filed April 2, 2001, with the Texas Secretary of State. Name of Cemex USA Construction Materials, Inc., a Texas corporation, changed to Cemex Construction Materials, Inc.
5. Filed September 27, 2001, with the Texas Secretary of State. Conversion of Cemex USA Construction Materials, Inc. Conversion of Cemex Construction Materials, Inc., a Texas corporation to Cemex Construction Materials, L.P., a Texas limited partnership.
6. Filed August 1, 2008, with the Texas Secretary of State. Conversion of CEMEX Construction Materials, L.P., a Texas limited partnership, into CEMEX Construction Materials Pacific, LLC, a Delaware limited liability company.
7. Filed December 3, 2009, with the Texas Secretary of State. CEMEX Construction Materials Pacific, LLC, a Delaware limited liability company, recognized to conduct business in Texas.
8. Delaware Secretary of State Summary of entity information for CEMEX Construction Materials Pacific, LLC.

1 1 2 3 4 5 6 7

RESTATED ARTICLES OF INCORPORATION
(WITH AMENDMENTS)
OF
PARKER MATERIALS INC.

FILED
In the Office of the
Secretary of State of Texas

MAY 31 1990
Corporations Section

I. Parker Materials Inc., pursuant to the provisions of Article 4.07 of the Texas Business Corporation Act, hereby adopts Restated Articles of Incorporation which accurately copy the Articles of Incorporation and all amendments thereto that are in effect to date and as further amended by such Restated Articles of Incorporation as hereinafter set forth and which contain no other change in any provisions thereof.

II. The Articles of Incorporation of the Corporation are amended by the Restated Articles of Incorporation as follows:

(A) Article 1, which sets forth the name of the Corporation is hereby amended by deleting the language therein in its entirety and substituting the following therefor:

ARTICLE 1

The name of the Corporation is PARKER LAFARGE INC.

(B) Article 4, which sets forth the Corporation's authorized shares, is hereby amended by deleting the language therein contained in its entirety and substituting the following therefor:

ARTICLE 4

Section 4.1. The aggregate number of shares of all classes of stock which the Corporation has authority to issue is 1,000,000 shares of Common Stock with a par value of \$1.00 per share.

Section 4.2. Pre-emptive rights. Except as may otherwise be provided by the Board of Directors, all holders of shares of the stock of the Corporation shall have the pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

FILED
In the Office of the
Secretary of State of Texas

SEP 12 1994

Corporations Section

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PARKER LAFARGE INC.**

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I

The name of the corporation (hereinafter called the "Corporation") is Parker Lafarge Inc.

ARTICLE II

On September 9, 1994, the shareholders of the Corporation adopted the following amendment to its Articles of Incorporation:

Article One of the Articles of Incorporation thereof was amended to read in its entirety as follows:

"ARTICLE ONE

The name of the corporation is Sunbelt Asphalt & Materials Inc."

ARTICLE III

The number of shares of the Corporation outstanding at the time of such adoption was 1,000,000; and the number of shares of the Corporation entitled to vote thereon was 1,000,000.

FILED
In the Office of the
Secretary of State of Texas
DEC 29 1999

Business Corporation Act
 Corporation, Religion

- | <u>Name of Corporation</u> | <u>State of Incorporation</u> |
|-----------------------------------|-------------------------------|
| Sunstar Acquisitions, Inc. | Delaware |
| Sunbelt Asphalt & Materials, Inc. | Texas |

4. The Articles of Incorporation of the surviving corporation shall be its articles of incorporation, and Article I of the Articles of Incorporation shall be amended as follows:

"The name of the corporation is Cemex USA Construction Materials, Inc."

6. A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on written request and without cost, to any stockholder of any domestic constituent corporation.

CEMEX USA CONSTRUCTION MATERIALS, INC.

FILED
In the Office of the
Secretary of State of Texas

APR 02 2001

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act (the "TBCA"), Cemex USA Construction Materials, Inc., a Texas corporation (the "Corporation"), hereby adopts the following Articles of Amendment to the Articles of Incorporation of the Corporation (the "Amendment").

ARTICLE ONE

The name of the Corporation is Cemex USA Construction Materials, Inc.

ARTICLE TWO

Article 1 of the Articles of Incorporation of the Corporation shall be amended to read in its entirety as follows:

"ARTICLE 1

The name of the corporation is Cemex Construction Materials, Inc."

ARTICLE THREE

The Amendment was adopted in conformity with the provisions of the TBCA and such Amendment duly was adopted by a Unanimous Written Consent of the Sole Shareholder of the Corporation executed effective as of the 28th day of March, 2001.

ARTICLE FOUR

The number of shares of the common stock of the Corporation outstanding and entitled to vote on this Amendment was 1,000,000. The sole shareholder has signed a unanimous written consent adopting this Amendment pursuant to Article 9.10 of the TBCA. Any written notice required by the TBCA has been waived.

DATED this 29th day of March, 2001.

CEMEX USA CONSTRUCTION MATERIALS, INC.

By: Jeff Smith

Name: JEFF SMITH

Title: TREASURER, ASST. SEC.

FILED
In the Office of the
Secretary of State of Texas

SEP 27 2001

ARTICLES OF CONVERSION

OF

CEMEX CONSTRUCTION MATERIALS, INC.

Corporations Section

Pursuant to the provisions of Article 5.18 of the Texas Business Corporation Act (the "TBCA") and Section 2.15(e) of the Texas Revised Limited Partnership Act (the "TRLPA"), the undersigned converting entity certifies the following Articles of Conversion adopted for the purpose of effecting a conversion in accordance with the provisions of the TBCA and the TRLPA.

1. A plan of conversion (the "Plan of Conversion") was approved and adopted in accordance with the provisions of Article 5.17 of the TBCA providing for the conversion of Cemex Construction Materials, Inc., a Texas corporation, (the "Converting Entity"), to Cemex Construction Materials, L.P., a Texas limited partnership (the "Converted Entity").

2. An executed Plan of Conversion is on file at the principal place of business of the Converting Entity at 1200 Smith St., Ste. 2400, Houston, TX 77002 and, from and after the conversion, an executed Plan of Conversion will be on file at the principal place of business of the Converted Entity at 1200 Smith St., Ste 2400, Houston, TX 77002.

3. A copy of the Plan of Conversion will be furnished by the Converting Entity (prior to the conversion) or the Converted Entity (after the conversion), on written request and without cost, to any shareholder or partner of the Converting Entity or the Converted Entity.

4. The approval of the Plan of Conversion was duly authorized by all action required by the laws under which the Converting Entity is incorporated and by its constituent documents. The number of outstanding shares of each class or series of stock of the Converting Entity entitled to vote, with other shares or as a class, on the Plan of Conversion are as follows:

<u>Number of Shares Outstanding</u>	<u>Class or Series</u>	<u>Number of Shares Entitled to Vote as a Class or Series</u>
1,000,000	Common	1,000,000

5. The number of shares of each class voted for and against the Plan of Conversion, respectively, are as follows:

<u>Class or Series</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>
Common	1,000,000	-0-

FILED
In the Office of the
Secretary of State of Texas

AUG 01 2008

Corporations Section

ARTICLES OF CONVERSION

OF

CEMEX CONSTRUCTION MATERIALS, L.P.

INTO

CEMEX CONSTRUCTION MATERIALS PACIFIC, LLC

Pursuant to the provisions of Section 2.15 of the Texas Revised Limited Partnership Act, the undersigned adopts the following Articles of Conversion:

FIRST: A Plan of Conversion has been approved in accordance with the provisions of Section 2.11 of the Texas Revised Limited Partnership Act providing for the conversion of CEMEX Construction Materials, L.P., a Texas limited partnership ("*Converting Entity*") into CEMEX Construction Materials Pacific, LLC, a Delaware limited liability company ("*Converted Entity*") (each of Converting Entity and Converted Entity shall be referred to herein as a "*Party*," and collectively as the "*Parties*").

SECOND: An executed Plan of Conversion is on file at the principal place of business of the Converting Entity at the following address: 840 Gessner, Suite 1400, Houston, Texas 77024, and an executed Plan of Conversion shall be on file, from and after the conversion at the principal place of business of the Converted Entity at the following address: 840 Gessner, Suite 1400, Houston, Texas 77024.

THIRD: A copy of the Plan of Conversion will be furnished by the Converted Entity after the conversion on written request and without cost, to any member of the Converting Entity or the Converted Entity.

FOURTH: The Plan of Conversion has been duly authorized by all action required by the laws under which the Converting Entity was formed and by its constituent documents.

FIFTH: The conversion shall be effective upon the issuance of the certificate of conversion by the Office of the Secretary of State of the State of Texas.

[SIGNATURE PAGE FOLLOWS]

DEL86,221,853 v3

RECEIVED
AUG 01 2008
Secretary of State

Form 304

Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
FAX: 512/463-5709

Filing Fee: \$750



Application for
Registration of
a Foreign Limited Liability
Company

Filed in the Office of the
Secretary of State of Texas
Filing #: 801200732 12/03/2009
Document #: 286486170002
Image Generated Electronically
for Web Filing

1. The entity is a foreign limited liability company. The name of the entity is:

CEMEX Construction Materials Pacific, LLC

2A. The name of the entity in its jurisdiction of formation does not contain the word "limited liability company" or "limited company" (or an abbreviation thereof). The name of the entity with the word or abbreviation which it elects to add for use in Texas is:

2B. The entity name is not available in Texas. The assumed name under which the entity will qualify and transact business in Texas is:

3. Its federal employer identification number is:

☒ Federal employer identification number information is not available at this time.

4. It is organized under the laws of: (set forth state or foreign country) DELAWARE, USA
and the date of its formation in that jurisdiction is: 8/1/2008

5. As of the date of filing, the undersigned certifies that the foreign limited liability company currently exists as a valid limited liability company under the laws of the jurisdiction of its formation.

6. The purpose or purposes of the limited liability company that it proposes to pursue in the transaction of business in Texas are set forth below. The entity also certifies that it is authorized to pursue such stated purpose or purposes in the state or country under which it is organized.

Construction Materials

7. The date on which the foreign entity intends to transact business in Texas, or the date on which the foreign entity first transacted business in Texas is: 12/03/2009

8. The principal office address of the limited liability company is:
920 Memorial City Way, Suite 100, Houston, TX, USA 77024

☒ 9A. The initial registered agent is an organization (cannot be entity named above) by the name of:
Corporate Creations Network Inc.

☐ 9B. The initial registered agent is an individual resident of the state whose name is:

☐ 9C. The business address of the registered agent and the registered office address is:
4265 San Felipe #1100 Houston TX 77027

10. The entity hereby appoints the Secretary of State of Texas as its agent for service of process under the

circumstances set forth in section 5.251 of the Texas Business Organizations Code.

11. The name and address of each governing person is:

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both):

IF INDIVIDUAL

Frank E. Angelle

OR

IF ORGANIZATION

ADDRESS OF GOVERNING PERSON:

920 Memorial City Way, Suite 100 Houston TX, USA 77024

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both):

IF INDIVIDUAL

Leslie S. White

OR

IF ORGANIZATION

ADDRESS OF GOVERNING PERSON:

920 Memorial City Way, Suite 100 Houston TX, USA 77024

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both):

IF INDIVIDUAL

Gilberto Perez

OR

IF ORGANIZATION

ADDRESS OF GOVERNING PERSON:

920 Memorial City Way, Suite 100 Houston TX, USA 77024

Supplemental Provisions / Information

[The attached addendum, if any, is incorporated herein by reference.]

Effectiveness of Filing

☒ A. This document becomes effective when the document is filed by the secretary of state.

OR

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: December 3, 2009

Valerie Hawk, Special Manager

Signature and title of authorized person on behalf of the foreign entity

FILING OFFICE COPY

Results from Werner's 06/18/2010 online search with the DE Secretary of State for
"Cemex Construction Materials Pacific, LLC"

"General Information Name Search"

1 Match found

* Required Field

* Entity Name: or File Number:

This field is not case sensitive.

FILE NUMBER	ENTITY NAME
4582834	<u>CEMEX CONSTRUCTION MATERIALS PACIFIC, LLC</u>

Entity Details

THIS IS NOT A STATEMENT OF GOOD STANDING

<u>File Number:</u>	4582834	<u>Incorporation Date / Formation Date:</u>	08/01/2008 (mm/dd/yyyy)
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Entity Name: CEMEX CONSTRUCTION MATERIALS PACIFIC, LLC

<u>Entity Kind:</u>	LIMITED LIABILITY COMPANY (LLC)	<u>Entity Type:</u>	GENERAL
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<u>Residency:</u>	DOMESTIC	<u>State:</u>	DE
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REGISTERED AGENT INFORMATION

Additional Information is available for a fee. You can retrieve Status for a fee of \$10.00 or more detailed information including current franchise tax assessment, current filing history and more for a fee of \$20.00.

<u>File Number:</u>	4582834	<u>Incorporation</u>	08/01/2008
		<u>Date /</u>	(mm/dd/yyyy)
		<u>Formation</u>	
		<u>Date:</u>	
<u>Entity Name:</u>	CEMEX CONSTRUCTION MATERIALS PACIFIC, LLC		
	LIMITED		
<u>Entity Kind:</u>	LIABILITY	<u>Entity Type:</u>	GENERAL
	COMPANY		
	(LLC)		
<u>Residency:</u>	DOMESTIC	<u>State:</u>	DE
<u>Status:</u>	GOOD	<u>Status Date:</u>	12/28/2009
	STANDING		

<u>Last Annual Report Filed:</u>	NO REPORTS ON FILE	Tax Due: \$ 0.00
<u>Annual Tax Assessment:</u>	\$ 250.00	<u>Total Authorized Shares:</u> 0

REGISTERED AGENT INFORMATION

Name: CORPORATE CREATIONS NETWORK INC.
Address: 3411 SILVERSIDE ROAD RODNEY BUILDING #104
City: WILMINGTON County: NEW CASTLE
State: DE Postal Code: 19810
Phone:

FILING HISTORY (Last 5 Filings)

<u>Seq</u>	<u>Document Code</u>	<u>Description</u>	<u>No. of pages</u>	<u>Filing Date</u> (mm/dd/yyyy)	<u>Filing Time</u>	<u>Effective Date</u> (mm/dd/yyyy)
1	0250S	Merger; Survivor	2	12/28/2009	16:00	12/31/2009
2	0250S	Merger; Survivor	2	12/28/2009	15:59	12/31/2009
3	0250S	Merger; Survivor	2	04/28/2009	10:11	04/30/2009
4	17217	Conversion & Formation	3	08/01/2008	13:34	08/01/2008
Former Name:		CEMEX CONSTRUCTION MATERIALS, L.P.				

[Back to Entity Search](#)

JUL 30 2010

CERCLA 104(e) INFORMATION REQUEST
URGENT LEGAL MATTER: PROMPT REPLY REQUESTED
VIA FEDERAL EXPRESS

Parker Lafarge Inc.
C/O CEMEX Construction Materials Pacific, LLC
920 Memorial City Way, Suite 100
Houston, TX 77024

Re San Jacinto River Waste Pits Superfund Site, Channelview, TX
SSID No. 06ZQ. EPA ID No. TXN000606611

Dear Sir:

The U.S. Environmental Protection Agency (EPA) seeks cooperation from the CEMEX Construction Materials Pacific, LLC (CCMP), a Delaware Limited Liability Company, with last known Texas address at 920 Memorial City Way, Suite 100, Houston, Texas, in providing information and documents relating to the San Jacinto River Waste Pits Superfund Site (Site). Obtained information will aid EPA in its investigation of the release or threat of release of certain hazardous substances, pollutants or contaminants at this Site. CCMP's response will also help EPA develop a better understanding of activities that occurred at the Site (see Enclosure 2).

This information request is not a determination that your company is responsible or potentially responsible for contamination that occurred at the Site. The EPA is sending this letter as part of its investigation of the Site and does not expect your company to pay for or perform any site-related activities at this time. If EPA determines that your company is responsible or potentially responsible for response activities at the Site, your company will receive a separate letter clearly stating such a determination as well as the basis the EPA has for the determination.

The Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA) Section 104(e), 42 U.S.C. § 9604(e), gives EPA the authority to require CCMP respond to this information request (see Enclosure 1). We encourage your company to give this matter its full attention, and ***we respectfully request CCMP respond to this request for information within thirty (30) days of its receipt of this letter.*** You may designate another official of CCMP with the requisite authority to respond on behalf of the company. However, failure to respond to this information request may result in EPA seeking penalties of up to \$37,500 per day of violation. In addition, furnishing false, fictitious or fraudulent statements or representations is subject to criminal penalty under 18 U.S.C. § 1001.

[Werner: Parker LaFarge Inc C-O CEMEX Const Mtrls Pacific 6-30-10 Concurrence]

Johnson	Nann	Peycke	Chia
6SF-TE	6RC-S	6RC-S	6SF-T

CDow for JS

7/16

BN

7/19

MAK
07/29/10

8-17

7/29/10

ROUTING AND TRANSMITTAL SLIP

Date

06/30/10

TO: (Name, office symbol, room number,
building, Agency/Post)

Initials

Date

1. ~~Bob Werner (6SF-TE)~~2. ~~Lydia Johnson (6SF-TE)~~3. ~~Dylann Twine/log in for 6RC-S~~4. ~~Barbara Nann (6RC-S)~~5. ~~Mark Peycke (6RC-S)~~6. ~~Dylann Twine/log out for 6RC-S~~7. ~~Sing Chia (6SF-T)~~

8. Bob Werner (6SF-TE)

9.

10.

<input checked="" type="checkbox"/> Action	<input type="checkbox"/> File	<input type="checkbox"/> Note and Return
<input checked="" type="checkbox"/> Approval	<input checked="" type="checkbox"/> For Clearance	<input type="checkbox"/> Per Conversation
<input type="checkbox"/> As Requested	<input type="checkbox"/> For Correction	<input type="checkbox"/> Prepare Reply
<input checked="" type="checkbox"/> Circulate	<input type="checkbox"/> For Your Information	<input type="checkbox"/> See Me
<input type="checkbox"/> Comment	<input type="checkbox"/> Investigate	<input checked="" type="checkbox"/> Signature
<input type="checkbox"/> Coordination	<input type="checkbox"/> Justify	

REMARKS

San Jacinto River Waste Pits Superfund Site 104(e) letter to Parker Lafarge Inc. c/o CEMEX Construction Materials Pacific, LLC



0/115

DO NOT use this form as a RECORD of approvals, concurrences, disposals,
clearances, and similar actions

FROM: (Name, org. symbol, Agency/Post)

Bob Werner (6SF-TE)

Room No. - Bldg.

Phone No.
(214) 665-6724

OPTIONAL FORM 41 (Rev. 1-94)
Prescribed by GSA



United States
Environmental Protection Agency
Region 6
1445 Ross Ave, Ste 1200
Dallas, Tx 75202-2733

<http://www.epa.gov/region6>
1-800-887-6063

REPLY TO MAIL CODE: 05E-TE

Official Business
Penalty for Private Use \$300
An Equal Opportunity Employer



7007 2560 0002 7736 9162

Parker Lafarge Inc.
C/O CEMEX Construction
Materials Pacific, LLC
920 Memorial City Way, Suite 100
Houston, TX 77024

U.S. Postal Service TM	
CERTIFIED MAIL TM RECEIPT	
(Domestic Mail Only; No Insurance Coverage Provided)	
For delivery information visit our website at www.usps.com	
OFFICIAL USE	
Postage	\$
Certified Fee	
Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	
Total Postage	\$
Postmark Here	
Parker Lafarge Inc.	
C/O CEMEX Construction	
Materials Pacific, LLC	
920 Memorial City Way, Suite 100	
Houston, TX 77024	

7007 2560 0002 7736 9162

PS Form 3800, August 2004



Recycled/Recyclable
Printed with Soy/Canada ink on paper that
contains at least 50% recycled fiber

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Parker Lafarge Inc.
C/O CEMEX Construction
Materials Pacific, LLC
920 Memorial City Way, Suite 100
Houston, TX 77024

2. Article Number

(Transfer from service label)

7007 2560 0002 7736 9162

PS Form 3811, February 2004

Domestic Return Receipt

102595-02-M-1540

COMPLETE THIS SECTION ON DELIVERY

A. Signature

X

☐ Agent

☐ Addressee

B. Received by (Printed Name)

C. Date of Delivery

D. Is delivery address different from item 1? ☐ Yes
If YES, enter delivery address below: ☐ No

3. Service Type

☒ Certified Mail

☐ Express Mail

☐ Registered

☐ Return Receipt for Merchandise

☐ Insured Mail

☐ C.O.D.

4. Restricted Delivery? (Extra Fee)

☐ Yes

UNITED STATES POSTAL SERVICE



First-Class Mail
Postage & Fees Paid
USPS
Permit No. G-10

• Sender: Please print your name, address, and ZIP+4 in this box •

U.S. Environmental Protection
Agency, Region VI (6SF-TE)
Attn: Robert Werner
1445 Ross Avenue
Dallas, TX 75202



SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Parker Lafarge Inc.
C/O CEMEX Construction
Materials Pacific, LLC
920 Memorial City Way, Suite 100
Houston, TX 77024

2. Article Number

(Transfer from service label)

7007 2560 0002 7736 9162

PS Form 3811, February 2004

Domestic Return Receipt

102595-02-M-1540

COMPLETE THIS SECTION ON DELIVERY

A. Signature

x *Robert Werner*

- ☐ Agent
☐ Addressee

B. Received by (Printed Name)

BNABORS

C. Date of Delivery

8/5/10

- D. Is delivery address different from item 1?** ☐ Yes
If YES, enter delivery address below: ☐ No

3. Service Type

- ☒ Certified Mail ☐ Express Mail
☐ Registered ☐ Return Receipt for Merchandise
☐ Insured Mail ☐ C.O.D.

4. Restricted Delivery? (Extra Fee)

- ☐ Yes